



CIN L26942OR1985PLC001557

SHIVA CEMENT LIMITED

PLOT NO. YY-5,
CIVIL TOWNSHIP
7&8 AREA, ROURKELA
ODISHA, INDIA. PIN - 769004.

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| BSE Ltd. Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P /Towers, Dalal Street, Fort, Mumbai - 400 001 corp.relations@bseindia.com Scrip Code - 532323 | The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata 700001 listing@cse-india.com Scrip Code - 029983 |
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Dear Sir/Madam,

Sub: Newspaper Advertisement- Regulation 47 of SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015

Pursuant to Regulation 47 of the Listing Regulations, we are hereby enclosing the copy of the newspaper advertisement published in Financial Express and Surya Prabha.

You are kindly requested to take note of the above.

Thanking You,

Yours Faithfully

For Shiva Cement Limited

Sneha Bindra
Company Secretary

Encl: As above

Date: 28.12.2020

Phone : (Off). 0661 - 2664168.

● **Works** : Village : Teleghana, P.O. : Biringatoli, Kutra, Dist. - Sundargarh, Odisha - 770018
E-mail-id : corporate@shiva-cement.com

4.15 crore taxpayers file ITRs till Dec 26

PRESS TRUST OF INDIA
New Delhi, December 27

OVER 4.15 CRORE taxpayers have already filed their income tax returns (ITR) for assessment year 2020-21 (FY2019-20) till December 26, the income tax department said on Sunday.

As the deadline to file ITR by individuals nears, the tax department also urged people to file their ITR for assessment year (AY) 2020-21 early to avoid last minute rush.

"More than 4.15 crore income tax returns for AY 2020-21 have already been filed till 26th of December, 2020. Hope you have filed yours too!," the department



tweeted. This includes over 2.34 crore taxpayers filing ITR-1, over 89.89 lakh filing ITR-4, over 49.72 lakh ITR-3 and over 30.36 lakh filing ITR-2.

The deadline to file ITR by individual taxpayers for FY2019-20 ends on December 31, 2020, while the same for taxpayers whose accounts require to be audited is January

31, 2021. The due date has been extended from July 31 and October 31, 2020, respectively, in view of the Covid-19 pandemic.

At the close of deadline for filing ITR without payment of late fees for FY2018-19 (AY 2019-20), over 5.65 crore returns were filed by taxpayers. The deadline last year was extended till August 31, 2019.

Giving a comparative analysis of the ITRs filed, the I-T department said 4.14 crore ITRs were filed till August 26, 2019, compared to over 4.15 crore filed till December 26, 2020.

Returns in ITR-1 Sahaj can be filed by an ordinarily resi-

dent individual whose total income does not exceed ₹50 lakh, while Form ITR-4 Sugam is meant for resident individuals, HUFs and firms (other than LLP) having a total income of up to ₹50 lakh and having presumptive income from business and profession.

While ITR-3 and 6 are filed by businesses, ITR-2 is filed by people having income from residential property; ITR-5 is filed by LLP and Association of Persons (AOPs).

ITR-7 is filed by person in receipt of income derived from property held under trust or other legal obligation wholly for charitable or religious purposes or in part only for such purposes.

Take shareholders' nod before appointing Shivan as MD & CEO, RBI tells Dhanlaxmi Bank

FE BUREAU
Kochi, December 27

THE RESERVE BANK OF India (RBI) has asked the Dhanlaxmi Bank Board to get shareholders' approval before appointing JK Shivan as the next managing director and CEO of the bank. The move is considered somewhat unusual since typically, the board appoints the candidate recommended by the regulator as additional director and then seeks the shareholders approval at the next AGM.

The board of Dhanlaxmi had sent a list of five candidates to RBI for its approval after the incumbent Sunil Gurbaxani was voted out by majority of shareholders.

An independent director of the bank told FE the RBI must be concerned that the shareholders voted out a person nominated by the RBI. Gurbaxani was voted

out from the post of MD and CEO by more than 90% of the shareholders on October 1 at the first AGM held after he was appointed in February 2020.

Sherry Samuel Oommen, corporate lawyer, told FE that under the Companies Act, 2013, Section 161, grants the board of directors the power to appoint any person other than a person who fails to get appointed as a director in a general meeting, as an "Additional Director". Such director would typically hold office up to the date of the next annual general meeting.

"It may not be wrong supposition that the present postal ballot is being undertaken based on approval/fiat of the RBI under the Banking Regulation Act and/or based on the policy framework for ownership and governance of private sector bank which mandates that the incumbent CEO should

The board of Dhanlaxmi Bank had sent a list of five candidates to RBI for its approval after the incumbent Sunil Gurbaxani was voted out by majority of shareholders

satisfy the "fit and proper" criteria," he added.

The bank is currently managed by a committee of directors and RBI has given the bank four months to appoint a new head. The lender has seen two of its MD and CEO resign before the end of their tenure after losing confidence of the shareholders. The bank had gone through a bad phase during 2008-2013 and was under the Prompt Corrective Action (PCA) framework of the RBI for some time.

The bank Board has moved a

resolution on December 26, as asked by RBI, for shareholders' approval via electronic voting, for the appointment of Shivan as the next managing director and CEO of the bank. The Bank has engaged the services of KFin Technologies as the authorised agency to provide e-voting facilities and shareholders can vote from December 27, 2020 onwards to Monday, January 25, 2021. The results of the e-voting will be declared by the Chairman on January 26, 2021.

Shivan has over 37 years of experience in State Bank of India (SBI) and has handled various areas of functional areas commercial banking. He retired as chief general manager of Stressed Assets Resolution Group of SBI and was working with Ernst & Young till March 2020.

Orchid Pharma Ltd.
(Formerly Orchid Chemicals & Pharmaceuticals Limited)

Shaping a Dream

CIN No.: L24222TN1992PLC022994

Regd. Office: 'Orchid Towers', No.313, Valluvarikottam High Road, Nungambakkam, Chennai - 600034, Tamil Nadu, India.
Tel.: (91)-44-28211000; Fax: (91)-44-28211002
E-mail: corporate@orchidpharma.com; Website: www.orchidpharma.com

NOTICE TO SHAREHOLDERS

TRANSFER OF EQUITY SHARES OF THE COMPANY TO INVESTOR EDUCATION & PROTECTION FUND (IEPF) SUSPENSE ACCOUNT

Notice is hereby given that pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 read along with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules") and the amendments made thereunder, the Company is mandated to transfer all such shares in the name of Investor Education and Protection Fund (IEPF) Suspense Account in respect of which dividends has not been paid or claimed for seven consecutive years or more. Accordingly, Shares of those Shareholders who have not encashed their dividend for the financial year ended 2019-2020 and 2018-2019 will be transferred to the IEPF Suspense Account.

The concerned shareholders are requested to claim their unpaid/unclaimed dividend amount(s) latest by **March 25, 2021** with IEPF. In case, the concerned shareholders wish to claim the unclaimed dividend, a separate application can be made to the IEPF Authority, in Form IEPF-5, as prescribed under the Rules and the same is available at IEPF website i.e., www.iepf.gov.in. In case the Company does not receive claim for unpaid/unclaimed dividend supported by necessary documents from the concerned shareholders through IEPF by **March 25, 2021**, the Company shall with a view to comply with the requirements of the IEPF Rules, initiate the process for transfer of shares to the DEMAT account of the IEPF Authority. The concerned shareholders are requested to forward the requisite documents as mentioned in the said communication to the Company's Registrar and Share Transfer Agent (RTA) at the earliest to claim the unclaimed dividend amount(s).

The Company has also uploaded the details of such shareholders and their shares which are due for transfer to the IEPF Suspense Account on its website (www.orchidpharma.com).

The concerned shareholders holding shares in physical form and whose shares are liable to be transferred to the IEPF Suspense account, may note that the Company would be issuing duplicate share certificates in lieu of the original held by them for the purpose of transfer of shares to the IEPF Suspense account as per the Rules and upon such issue, the original share certificate(s) which are registered in their name will stand automatically cancelled and be deemed non-negotiable.

The shareholders may further note that the details uploaded by the Company on its website should be regarded and shall be deemed adequate notice in respect of issue of duplicate share certificate(s) by the Company for the purpose of transfer of shares to the IEPF Suspense account pursuant to the Rules.

Concerned shareholders holding shares in demat form, may note that the shares will be transferred directly to the demat account of IEPF Authority with the help of Depository Participants. Please note that no claim shall be made against the Company in respect of unclaimed dividend amount and shares transferred to IEPF pursuant to the said Rules. It may be noted that to comply with the aforesaid legal requirement, the Company will take necessary steps for issuance of duplicate shares against the physical shares and sign delivery instruction slips against the demat shares that need to be transferred as per the legal requirement as mentioned above.

For further information / request to claim the unpaid / unclaimed dividend(s), the concerned shareholders may contact the RTA of the Company at:
Integrated Registry Management Services Private Limited
11 Floor, 'Kances Towers', No.1, Ramakrishna Street, North Usman Road, T Nagar, Chennai - 600 017, Tamil Nadu, India, Phone: 044 28140801 - 803, Fax: 044 28142479
Email: yuvraj@integratedindia.in

For Orchid Pharma Limited
Sd/-
Nikita K
Company Secretary

A Dhanuka Group Company

Invitation of submission of a Scheme under Section 230 of the Companies Act, 2013 For SBS Transpole Logistics Private Limited (In Liquidation)

Registered Office: A-173, 1st Floor, Road No.4, Street No.10, Mahipalpur Extn., New Delhi - 110037
CIN: U63013DL2004PTC126880

NOTICE for invitation of a Scheme of Compromise and Arrangement under Section 230 of the Companies Act, 2013 from Members or any class of them / Creditors or any class of them, of SBS Transpole Logistics Private Limited (Corporate Debtor/Company).

Interested Members/Creditors of the Company who are eligible under the provisions of the Companies Act, 2013 and the Insolvency and Bankruptcy Code, 2016 may submit their Schemes for the revival of the Company to the Hon'ble Tribunal with a copy to the undersigned by e-mail or in a sealed envelope at the following address:

Mr. MOHAN LAL JAIN
Liquidator
In the matter of SBS Transpole Logistics Private Limited
Address for Correspondence:
C/o Smedha Management Pvt. Ltd.
B-1/12, Safdarjung Enclave, 2nd Floor, New Delhi - 110029
Email Id (Process specific): liquidator.sbstranspole@gmail.com
Contact No.: 011-4165 4481/85 Website: www.sbstranspole.in

Any query on the same may be directed to the undersigned. The Scheme should be submitted latest by 05.02.2021. As per Regulation 2B of the Insolvency and Bankruptcy Code of India (Liquidation Process) Regulations, 2016, where a compromise or arrangement is proposed under section 230 of the Companies Act, 2013, it shall be completed within ninety (90) days of the order of liquidation i.e., from 16.12.2020, under sub-sections (1) and (4) of section 33 of IB Code, 2016.

Mohan Lal Jain
Liquidator
In the matter of SBS Transpole Logistics Private Limited
Reg. No. IBBI/PA-06/2019-N0500062016-17/10006

NMDC Limited
(A Government of India Enterprise)
Donimalai Complex,
Donimalai Township, Sandur Taluq, Ballari Dist., Karnataka - 583118.

TENDER NOTIFICATION

Sealed tenders are invited from the competent and experienced bidder for the following work:

| Sd. No. | Tender No. & Date | Name of Work | Cost of Work & EMD (₹) | Sale / download Period From To | Last date of Submission upto 15.00 hrs. |
|---------|---|---|--------------------------|--------------------------------|---|
| 1. | DNM/ST/Bus-2020-21/02, Date: 28-12-2020 | Repair and Maintenance of 06 numbers of TATA Buses for a period of 02 years. | 67.97 Lakhs EMD-68,000/- | 28-12-2020 to 27-01-2021 | 27-01-2021 |
| 2. | CE/WO/2020, Date: 26-12-2020 | Internal Finishing and Distemping of Vacated Quarters for the year 2021-22. | 78.67 Lakhs EMD-78,700/- | 28-12-2020 to 27-01-2021 | 27-01-2021 |
| 3. | CE/WO/2020, Date: 26-12-2020 | Maintenance of various Parks in Donimalai Township and other Miscellaneous works in the parks for a period of One Year (Job Contract Basis). | 25.33 Lakhs EMD-25,550/- | 28-12-2020 to 28-01-2021 | 28-01-2021 |
| 4. | CE/WO/2020, Date: 26-12-2020 | Assistance works in attending day to day complaints like carpentry, plumbing, mason and other various miscellaneous works as per the complaints received at Civil Maintenance Office for one year (Job Contract Basis). | 25.50 Lakhs EMD-25,550/- | 30-12-2020 to 29-01-2021 | 29-01-2021 |
| 5. | DNM/PLM/2020-21, Date: 28-12-2020 | Drawing Development using latest Design Software along with Materials Compositions for OCSL Plant / Items by Reverse Engineering. | 49.67 Lakhs EMD-49,680/- | 28-12-2020 to 28-01-2021 | 28-01-2021 |

For further clarification: For Sd.No. 2 to 4 may contact by mail to domdcivil@nmdc.co.in / Fax No. 08395-274644 and For Sd.No. 1 may contact by mail to dhanadham@nmdc.co.in / Fax No. 08395-274605 and For Sd.No. 05 may contact domdplant@nmdc.co.in or 08395-232568. Detailed NIT and tender documents can be viewed and/or downloaded from NMDC's website <https://www.nmdc.co.in/nmdc-tenders/default.aspx> or Central Public Procurement Portal <https://www.eprocure.gov.in>. Further, for any corrigendum, amendments, clarification etc may please follow the above website. For and on behalf of NMDC Limited
General Manager (Production)

SHIVA CEMENT LIMITED
CIN: L26942OR1985PLC001557
Regd Office: YY 5, Civil Township 7/8 Area Rourkela, Odisha - 769004
Email - investors@shivacement.com

NOTICE OF EXTRA-ORDINARY GENERAL MEETING AND REMOTE E-VOTING INFORMATION

NOTICE is hereby given that Extra-Ordinary General Meeting of Shiva Cement Limited will be held on **Thursday, 21st January, 2021 at 11.30 A.M** at Hotel Mantra Palace, Panposh Road, next to Reliance Digital, Rourkela, Odisha - 769004 subject to the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars issued from time to time in this behalf due to COVID-19 scenario to transact the business as set out in the EGM Notice.

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rules made thereunder and Regulation 44(1) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Company is providing facility to its Members holding shares as on **14th January, 2021**, being cut-off date, to exercise their rights to vote on business to be transacted at the EGM of the Company. The Members may cast their votes using an electronic voting system from a place other than the venue of the meeting (remote e-voting). The Company has engaged National Securities Depository Limited (NSDL) to provide remote e-voting facility. The details pursuant to the provisions of the Companies Act, 2013 and rules thereof are as under:

1. Date of Completion of dispatch of Notice of EGM - **28th December, 2020.**
2. The remote e-voting period commences on **Monday 18th January, 2021 from 09.00 a.m. and ends on Wednesday 20th January, 2021 at 5.00 p.m.**
3. The voting through electronic means shall not be allowed beyond **5:00 p.m. on 20th January, 2021.**
4. Any person who becomes the Member of the Company after dispatch of Notice of EGM and holding shares as on the cut-off date i.e. **14th January, 2021** can send request to www.evoting@nsdl.co.in
5. In case of any query / grievance with respect to Remote E-voting, members may refer to the Frequently Asked Questions (FAQs) for Shareholders and Remote E-voting User Manual for Shareholders available under the Downloads section of NSDL's e-voting website or contact Mr. Amit Vishal, Senior Manager / Ms. Pallavi Nhatre, Manager, NSDL, Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Lower Panel, Mumbai-400 013 at telephone no. 022 - 24994360 / 022 - 24994345 or toll free no. 1800 - 222 - 990 or at E-mail ID - amity@nsdl.co.in / pallavi@nsdl.co.in and evoting@nsdl.co.in
6. A Member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
7. Scrutinizer's decision on the validity of a ballot form shall be final.
8. Pursuant to Regulation 44(1) and (2) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, members who do not have access to remote e-voting facility, may exercise their vote at the EGM of the Company by submitting the Ballot form which will be distributed at the EGM.
9. The notice of the EGM is also available at the website of the Company at www.shivacement.com as well as on the Bombay Stock Exchange at www.bseindia.com

By order of the Board of Directors
Shiva Cement Limited
Sd/-
Sneha Bindra
Company Secretary

PC Jeweller Limited
Regd. Off.: C-54, Preet Vihar, Vikas Marg, Delhi-110092
Phone: 011-49714971, Website: www.pcjeweller.com
Fax: 011-49714972, E-Mail: info@pcjeweller.com
Corporate Identity Number: L38911DL2005PLC134929

NOTICE OF POSTAL BALLOT AND E-VOTING

Members are hereby informed that pursuant to Section 110 of the Companies Act, 2013 read with applicable rules of the Companies (Management and Administration) Rules, 2014, the Company is seeking approval of its Members through Postal Ballot, in respect of the Special Business mentioned in Postal Ballot Notice dated December 23, 2020 ("Notice").

In compliance with applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and 33/2020 dated September 28, 2020 issued by Ministry of Corporate Affairs, Notice has been sent through electronic mode to only those Members whose e-mail id's are registered with the Depository / the Company's Registrar & Transfer Agent - KFin Technologies Private Limited ("KFIN") and whose names appear in Register of Members / List of Beneficial Owners as received from National Securities Depository Limited / Central Depository Services (India) Limited as on the **Cut-off date i.e. Friday, December 18, 2020**. The Company has completed dispatch of the same on December 27, 2020. Notice is also available on the Company's website www.pcjeweller.com, websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also on the website of KFIN at <https://evoting.kfintech.com>. No physical copies of Notice has been sent to Members and the communication of assent / dissent of Members will take place only through e-voting facility.

In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility to exercise their right to vote by electronic means on the Special Businesses mentioned in Notice through e-voting facility. The Company has engaged the services of KFin as the Agency to provide e-voting facility.

The e-voting will commence from **Monday, December 28, 2020 at 9:00 A.M.** and end on **Tuesday, January 26, 2021 at 5:00 P.M.** and no voting shall be allowed thereafter. The voting rights of Members shall be in proportion to their share in the paid-up equity shares capital of the Company as on the Cut-off Date. A person, who is not a Member as on the Cut-off Date, should treat this Notice for information only.

The Board of Directors of the Company has appointed Shri Randhir Singh Sharma, Practicing Company Secretary (CP No. 3872), Proprietor R S Sharma & Associates, Company Secretaries, New Delhi, as the Scrutinizer for conducting Postal Ballot process in a fair and transparent manner. Based on the Scrutinizer's Report, the result of Postal Ballot will be declared on Wednesday, January 27, 2021 on or before 5:00 P.M. at the Registered Office of the Company. The result along with the Scrutinizer's Report shall be available on the Company's website www.pcjeweller.com and also on KFIN's website <https://evoting.kfintech.com>.

In case of any queries or grievances on voting by electronic means, Members may refer Help and Frequently Asked Questions ("FAQs") on e-voting and User Manual for shareholders available at the download section of <https://evoting.kfintech.com> or contact Shri I. L. Murthy, Sr. Manager at KFIN at e-mail id: lakhmana.murthy@kfintech.com, contact no.: 9177401088 or can also call KFIN's toll free no.: 1800-345-4001.

By order of the Board of Directors
For PC Jeweller Limited
Sd/-
(VIJAY PANWAR)
Company Secretary

Gujarat State Petronet Limited
Corporate Identity Number : L40200G1998SG035185
Regd Office: GSPC Bhavan, Sector-11, Gandhinagar-382010 Tel.: +91-79-23268500/700
Fax: +91-79-23268506 Website: www.gspcgroup.com

NOTICE INVITING TENDER

Gujarat State Petronet Limited (GSPL) is laying a gas grid, to facilitate gas transmission from supply points to demand centers. GSPL invites bids through open E-tendering from competent agencies for following requirements vide "single stage, three-part" bidding process.

Tender-1: ARC for Design, supply, installation & commissioning of Cathodic Protection System for Small Connectivity Projects and ARC for C. P. Maintenance of operational gas grid across the state of Gujarat.

Tender-2: Rate Contract for Laying & Construction of Natural Gas Pipeline, Terminals & Associated Works across the state of Gujarat.

Tender-3: Supply & Installation Safety Signage's and Do's & Don'ts painting at various locations of GSPL gas grid in Gujarat.

Interested bidders can view detailed NIT, Tender Documents, Bid Qualification Criteria (BQC) and Bidding Schedule on <https://gspl.nprocure.com>. Details can also be viewed on GSPL Website (<http://www.gspcgroup.com/GSPL>). Bidders can submit their bid through <https://gspl.nprocure.com> and all future announcement related to this tender shall be published on <https://gspl.nprocure.com> ONLY.

Date of tender upload on both websites: **28.12.2020 at 15.00 Hrs IST**
For following tender, details shall be available on GSPL Website (<http://www.gspcgroup.com/GSPL>):

Tender-4: Health Check of Line Pipes in GSPL's inventory / storage yard in Gujarat.

GSPL reserves the right to cancel and/or alter bidding process at any stage without assigning any reason. GSPL also reserves the right to reject any or all of the bids received at its discretion, without assigning any reasons whatsoever.

HINDUSTAN EVEREST TOOLS LIMITED
CIN No. L74899DL1962PLC003634
Registered Office: Dohil Chambers, 46, Nehru Place, New Delhi 110019. Ph. No.: 011-46579476
Website: www.everesttools.com, Email: admin@everesttools.com

Recommendation of the Committee of Independent Directors (ICD) on the Open Offer to the Shareholders of Hindustan Everest Tools Limited (the "Target Company" or "TC") under Regulation 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| Sd. No. | Date | Name of the Target Company ("TC") | Hindustan Everest Tools Limited |
|---------|-------------------|-----------------------------------|---------------------------------|
| 1. | December 24, 2020 | | |
| 2. | | | |
| 3. | | | |
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| 12. | | | |
| 13. | | | |
| 14. | | | |

For Hindustan Everest Tools Limited
Sd/-
Amitav
Chairman of Committee of Independent Director

HI-KLASS TRADING AND INVESTMENT LIMITED
Registered Office : Office No. 15, 2nd Floor, Plot No. 24, Rahman Building, Veer Nariman Road, Hutatma Chowk, Fort, Mumbai - 400001, Maharashtra, India.
Tel: 91+ 22 22874084 / 22874085 | Fax : NA | Email: info@hiklass.co.in / Website: www.hiklass.co.in
Corporate Identification Number : L51900MH1992PLC068262

Recommendations of the Committee of Independent Directors ("IDC") of Hi-Klass Trading and Investment Limited ("Target Company") in relation to the open offer ("Offer") made by Sanjay Kumar Jain and Suman Jain ("Acquirers"), to the public shareholders of the Target Company ("Shareholders") under Regulations 3(1) and 4 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations").

| Date | December 26, 2020 |
|---|---|
| Name of the Target Company | Hi-Klass Trading and Investment Limited |
| Details of the Offer pertaining to Target Company | The Offer is being made by the Acquirers in terms of Regulations 3(1) & 4 of the Regulations for acquisition of up to 8,07,612 (Eight Lacs Seven Thousand Six Hundred and Twelve) fully paid-up equity shares of face value of Rs. 10 each ("Equity Shares"), representing 26% of the Total Voting Share Capital of the Target Company from the eligible shareholders of the Target Company for cash at a price of Rs. 17.80 per equity share including interest @ 10% per annum per Equity Share for the delay in the payment beyond the Scheduled Payment Date (the "Offer"). |
| Name of the acquirer and PAC with the acquirer | Acquirers- Mr. Sanjay Kumar Jain and Mrs. Suman Jain There are no PAC(s) with the Acquirers for the purpose of Open Offer. Note 1 : i. Ms. Shikha Jain and Ms. Sejal Jain, daughters of the Acquirers hold 30,000 Equity Shares, representing 0.97% of the Total Voting Share Capital of the Target Company respectively. By virtue of the definition of PAC as per Regulation 2(1)(g) of the Takeover Regulations, both Ms. Shikha Jain and Ms. Sejal Jain are deemed PACs of the Acquirers. Ms. Shikha Jain and Ms. Sejal Jain vide letter dated October 03, 2019 have confirmed that they don't intend to participate in this Offer, directly or indirectly. ii. Mr. Ranu Jain, Sister of the Acquirer 1 also holds 20,000 Equity Shares, representing 0.64% of the Total Voting Share Capital of the Target Company. By virtue of the definition of PAC as per Regulation 2(1)(g) of the Takeover Regulations, Mr. Ranu Jain is a deemed PAC of Acquirer 1. Mr. Ranu Jain vide letter dated October 03, 2019 has confirmed that she doesn't intend to participate in this Offer, directly or indirectly. iii. Mr. Dinesh Gangwal, Brother of Acquirer 2 also holds 25,000 Equity Shares, representing 0.80% of the Total Voting Share Capital of the Target Company. By virtue of the definition of PAC as per Regulation 2(1)(g) of the Takeover Regulations, Mr. Dinesh Gangwal is a deemed PAC of Acquirer 2. Mr. Dinesh Gangwal vide letter dated October 03, 2019 has confirmed that he doesn't intend to participate in this Offer, directly or indirectly. iv. The Acquirers collectively with the PACs hold 1,65,000 Equity Shares constituting 5.31% of the Voting Share capital of the Target Company. Note 2 : Post completion of Offer, the Acquirers shall, subject to shareholders approval, obtain management control of the Company and shall be the new promoters of the Company. Accordingly, Ms. Shikha Jain, Ms. Sejal Jain, Ms. Ranu Jain and Mr. Dinesh Gangwal shall fall under the definition of promoter group of SEBI (ICDR) Regulations, 2009 and their shareholding shall be disclosed under the category of promoter group accordingly. |
| Name of the Manager to the offer | Saffron Capital Advisors Private Limited 605, Sixth Floor, Centre Point, J.B. Nagar, Andheri (East), Mumbai - 400 059, India Tel. No.: +91 22 4082 0914-515 Fax No.: +91 22 4082 0999 Email id: openoffers@saffronadvisor.com Website: www.saffronadvisor.com Investor grievance: investorgrievance@saffronadvisor.com SEBI Registration Number: INM 000011211 Contact Person: Amit Wagle/Saurav Khanolkar |
| Members of the Committee of Independent Directors (ICD) | 1. Mr. Prakash Shree Gupta Independent Non-Executive Director (DIN): 07225056 2. Mrs. Anupama Nathal Shah Independent Non-Executive Director (DIN): 07225051 3. Mr. Pravin Prakash Rane Independent Non-Executive Director (DIN): 07225060 Chairman of IDC- Mr. Prakash Shree Gupta |
| IDC Member's relationship with the Target Company (Director, Equity shares owned, any other contract / relationship), if any | All IDC Members are directors of the Target Company. Except for being directors of the company, they have no other relationship with the target company. |
| Trading in the Equity shares/other securities of the Target Company by IDC Members | None of the IDC Members have traded in the equity shares of Target Company during 12 months prior to the date of the Public Announcement of the Offer on October 03, 2019. |
| IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any | None of the IDC Members holds any contracts, nor have any relationship with the Acquirer. |
| Trading in the Equity shares/other securities of the acquirer by IDC Members | Not Applicable, since Acquirers are individual. |
| Recommendation on the Open offer, as to whether the offer is fair and reasonable | Based on the review, IDC Members believe that the Offer is fair and reasonable and in line with the Regulations. |
| Summary of reasons for recommendation | IDC Members have reviewed: a) Public Announcement ("PA") dated October 03, 2019; b) Detailed Public Statement ("DPS") dated October 10, 2019 was published on October 11, 2019; c) Draft Letter of Offer ("DLOF") dated October 16, 2019; d) Letter of Offer ("LOF") dated December 18, 2020; and e) Corrigendum to DPS (CDPS) published on December 25, 2020. Based on review of PA, DPS, CDPS, DLOF and LOF, the IDC Members are of the view that the Offer price is in line with the parameters prescribed by SEBI in the Regulations. Details of Independent Advisors, if any: None Any other matter to be highlighted: None |
| To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the Regulations. | |

For and on behalf of the Committee of Independent Directors of
Hi-Klass Trading and Investment Limited
Sd/-
Prakash Shree Gupta
Chairman of IDC

Place : Mumbai
Date : December 26, 2020

